

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

IN RE BANK OF AMERICA CORP.
SECURITIES, DERIVATIVE, AND
EMPLOYEE RETIREMENT INCOME
SECURITY ACT (ERISA) LITIGATION

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: Master File No. 09 MD 2058 (PKC)
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: ECF CASE
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X

THIS DOCUMENT RELATES TO:

The Consolidated Securities Action

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**DECLARATION OF GREGORY M. CASTALDO IN SUPPORT OF PLAINTIFFS'
MOTION FOR CLASS CERTIFICATION AND APPOINTMENT OF CLASS
REPRESENTATIVES AND CLASS COUNSEL**

I, Gregory M. Castaldo, declare as follows:

1. I am a member in good standing of the bars of the State of Pennsylvania and State of New Jersey, and I am admitted to practice *pro hac vice* in this Action by Order dated July 30, 2009 (Dkt. # 22). I am a partner in the law firm of Kessler Topaz Meltzer & Check, LLP. I submit this Declaration in Support of Plaintiffs' Motion for Class Certification and Appointment of Class Representatives and Class Counsel.

2. Attached as Exhibits 1 through 9 are true and correct copies of the following documents:

Exhibit 1: September 26, 2011 Rebuttal Report of Chad Coffman.

Exhibit 2: August 29, 2011 Expert Report of Chad Coffman.

Exhibit 3: January 9, 2009 handwritten notes of meeting with then-Treasury Secretary Henry Paulson.

Exhibit 4: Bernstein Litowitz Berger & Grossmann LLP Firm Resume.

Exhibit 5: Kaplan Fox & Kilsheimer LLP Firm Resume.

Exhibit 6: Kessler Topaz Meltzer & Check, LLP Firm Resume.

Exhibit 7: September 16, 2011 Expert Report of Professor Allen Ferrell, Ph.D.

Exhibit 8: October 27, 2008 *New York Times* news article entitled “*Firms still setting aside billions for bonuses.*”

Exhibit 9: September 26, 2011 Expert Report of Professor Stephen J. Choi, Ph.D.

I declare, under penalty of perjury, that the foregoing is true and correct to the best of my knowledge.

Executed this seventeenth day of October, 2011.

**KESSLER TOPAZ MELTZER
& CHECK, LLP**

By: /s/ Gregory M. Castaldo
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